

Fill in this information to identify the case:

Debtor name Total Operating, LLC

United States Bankruptcy Court for the: Northern District of Texas
(State)

Case number (if known): 16-70245-7

☐ Check if this is an amended filing

Official Form 206Sum

Summary of Assets and Liabilities for Non-Individuals

12/15

Part 1: Summary of Assets

1. *Schedule A/B: Assets-Real and Personal Property* (Official Form 206A/B)

1a. Real property:

Copy line 88 from *Schedule A/B*.....

\$ 19,292.00

1b. Total personal property:

Copy line 91A from *Schedule A/B*.....

\$ 3,153,543.04

1c. Total of all property:

Copy line 92 from *Schedule A/B*.....

\$ 3,172,835.04

Part 2: Summary of Liabilities

2. *Schedule D: Creditors Who Have Claims Secured by Property* (Official Form 206D)Copy the total dollar amount listed in Column A, *Amount of claim*, from line 3 of *Schedule D*.....

\$ 2,272,529.84

3. *Schedule E/F: Creditors Who Have Unsecured Claims* (Official Form 206E/F)

3a. Total claim amounts of priority unsecured claims:

Copy the total claims from Part 1 from line 5a of *Schedule E/F*.....

\$ 71,732.06

3b. Total amount of claims of nonpriority amount of unsecured claims:

Copy the total of the amount of claims from Part 2 from line 5b of *Schedule E/F*.....

+ \$ 3,112,033.81

4. Total liabilities.....

Lines 2 + 3a + 3b

\$ 5,456,295.71

Fill in this information to identify the case:Debtor name Total Operating, LLCUnited States Bankruptcy Court for the: Northern District of Texas
(State)Case number (if known): 16-70245-7☐ Check if this is an amended filing**Official Form 206A/B****Schedule A/B: Assets — Real and Personal Property**

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Disclose all property, real and personal, which the debtor owns or in which the debtor has any other legal, equitable, or future interest. Include all property in which the debtor holds rights and powers exercisable for the debtor's own benefit. Also include assets and properties which have no book value, such as fully depreciated assets or assets that were not capitalized. In Schedule A/B, list any executory contracts or unexpired leases. Also list them on *Schedule G: Executory Contracts and Unexpired Leases* (Official Form 206G).

Be as complete and accurate as possible. If more space is needed, attach a separate sheet to this form. At the top of any pages added, write the debtor's name and case number (if known). Also identify the form and line number to which the additional information applies. If an additional sheet is attached, include the amounts from the attachment in the total for the pertinent part.

For Part 1 through Part 11, list each asset under the appropriate category or attach separate supporting schedules, such as a fixed asset schedule or depreciation schedule, that gives the details for each asset in a particular category. List each asset only once. In valuing the debtor's interest, do not deduct the value of secured claims. See the instructions to understand the terms used in this form.

Part 1: Cash and cash equivalents**1. Does the debtor have any cash or cash equivalents?**

- ☐ No. Go to Part 2.
☒ Yes. Fill in the information below.

All cash or cash equivalents owned or controlled by the debtor**Current value of debtor's interest****2. Cash on hand**

\$ 0.00

3. Checking, savings, money market, or financial brokerage accounts (Identify all)

Name of institution (bank or brokerage firm) Type of account Last 4 digits of account number

3.1. Addendum \$ 33,396.293.2. \$ **4. Other cash equivalents (Identify all)**4.1. Triumph Savings Bank, Escrow Reserves \$ 17,088.004.2. Triumph Savings Bank, Cash Reserves \$ 15,824.84**5. Total of Part 1**

\$ 66,309.13

Add lines 2 through 4 (including amounts on any additional sheets). Copy the total to line 80.

Part 2: Deposits and prepayments**6. Does the debtor have any deposits or prepayments?**

- ☐ No. Go to Part 3.
☒ Yes. Fill in the information below.

Current value of debtor's interest**7. Deposits, including security deposits and utility deposits**

Description, including name of holder of deposit

7.1. IPFS Corporation - Insurance Finance Company \$ 24,583.127.2. Republic Services - Utility Deposit \$ 750.00

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Part 1 Number 3 - Checking, Savings, Money Market or Financial Brokerage Accounts

	<u>Name of Institution</u>	<u>Type of Account</u>	<u>Last 4 Digits</u>	<u>Amount</u>
3.1	First State Bank	Checking	0009	\$ 33,938.20
3.3	Capital One	Checking	2370	\$ (553.94)
3.4	Capital One	Savings	2389	\$ 12.03
			Total	\$ 33,396.29

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8. Prepayments, including prepayments on executory contracts, leases, insurance, taxes, and rent

Description, including name of holder of prepayment

8.1. _____ \$ _____

8.2. _____ \$ _____

9. Total of Part 2.

Add lines 7 through 8. Copy the total to line 81.

\$ 25,333.12

Part 3: Accounts receivable**10. Does the debtor have any accounts receivable?**☐ No. Go to Part 4.☒ Yes. Fill in the information below.**Current value of debtor's interest****11. Accounts receivable**11a. 90 days old or less: $\frac{22,509}{\text{face amount}} - \frac{0}{\text{doubtful or uncollectible accounts}} = \dots \rightarrow$ \$ 22,50911b. Over 90 days old: $\frac{3,002}{\text{face amount}} - \frac{0}{\text{doubtful or uncollectible accounts}} = \dots \rightarrow$ \$ 3,002**12. Total of Part 3**

Current value on lines 11a + 11b = line 12. Copy the total to line 82.

\$ 25,511.00

Part 4: Investments**13. Does the debtor own any investments?**☒ No. Go to Part 5.☐ Yes. Fill in the information below.**Valuation method
used for current value****Current value of debtor's
interest****14. Mutual funds or publicly traded stocks not included in Part 1**

Name of fund or stock:

14.1. _____ \$ _____

14.2. _____ \$ _____

15. Non-publicly traded stock and interests in incorporated and unincorporated businesses, including any interest in an LLC, partnership, or joint venture

Name of entity:

% of ownership:

15.1. _____ % _____ \$ _____

15.2. _____ % _____ \$ _____

16. Government bonds, corporate bonds, and other negotiable and non-negotiable instruments not included in Part 1

Describe:

16.1. _____ \$ _____

16.2. _____ \$ _____

17. Total of Part 4

Add lines 14 through 16. Copy the total to line 83.

\$ _____

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Part 3 Number 11a - Accounts Receivable Less Than 90 Days' Old Addendum

Accounts were outstanding on the Petition Date for which no invoices were completed. The total dollar amount of un-invoiced accounts receivable is unknown, but believed to be in excess of \$75,000.00. Customers with incomplete invoices include Targa Resources, Nortex Midstream Partners, SemGas (Sherman Plant), and JP Energy.

Debtor Total Operating, LLC
NameCase number (if known) 16-70245-7**Part 5: Inventory, excluding agriculture assets****18. Does the debtor own any inventory (excluding agriculture assets)?**

- ☒ No. Go to Part 6.
- ☐ Yes. Fill in the information below.

General description	Date of the last physical inventory	Net book value of debtor's interest (Where available)	Valuation method used for current value	Current value of debtor's interest
19. Raw materials				
	MM / DD / YYYY	\$		\$
20. Work in progress				
	MM / DD / YYYY	\$		\$
21. Finished goods, including goods held for resale				
	MM / DD / YYYY	\$		\$
22. Other inventory or supplies				
	MM / DD / YYYY	\$		\$
23. Total of Part 5				\$

Add lines 19 through 22. Copy the total to line 84.

24. Is any of the property listed in Part 5 perishable?

- ☐ No
- ☐ Yes

25. Has any of the property listed in Part 5 been purchased within 20 days before the bankruptcy was filed?

- ☐ No
- ☐ Yes. Book value _____ Valuation method _____ Current value _____

26. Has any of the property listed in Part 5 been appraised by a professional within the last year?

- ☐ No
- ☐ Yes

Part 6: Farming and fishing-related assets (other than titled motor vehicles and land)**27. Does the debtor own or lease any farming and fishing-related assets (other than titled motor vehicles and land)?**

- ☒ No. Go to Part 7.
- ☐ Yes. Fill in the information below.

General description	Net book value of debtor's interest (Where available)	Valuation method used for current value	Current value of debtor's interest
28. Crops—either planted or harvested			
	\$		\$
29. Farm animals <i>Examples:</i> Livestock, poultry, farm-raised fish			
	\$		\$
30. Farm machinery and equipment (Other than titled motor vehicles)			
	\$		\$
31. Farm and fishing supplies, chemicals, and feed			
	\$		\$
32. Other farming and fishing-related property not already listed in Part 6			
	\$		\$

Debtor Total Operating, LLC
NameCase number (if known) 16-70245-7**33. Total of Part 6.**

Add lines 28 through 32. Copy the total to line 85.

\$ **34. Is the debtor a member of an agricultural cooperative?**

- ☐ No
- ☐ Yes. Is any of the debtor's property stored at the cooperative?
- ☐ No
- ☐ Yes

35. Has any of the property listed in Part 6 been purchased within 20 days before the bankruptcy was filed?

- ☐ No
- ☐ Yes. Book value \$ Valuation method Current value \$

36. Is a depreciation schedule available for any of the property listed in Part 6?

- ☐ No
- ☐ Yes

37. Has any of the property listed in Part 6 been appraised by a professional within the last year?

- ☐ No
- ☐ Yes

Part 7: Office furniture, fixtures, and equipment; and collectibles**38. Does the debtor own or lease any office furniture, fixtures, equipment, or collectibles?**

- ☐ No. Go to Part 8.
- ☒ Yes. Fill in the information below.

General description	Net book value of debtor's interest (Where available)	Valuation method used for current value	Current value of debtor's interest
39. Office furniture			
Chairs and tables	\$ <u>1,517</u>	Straight line, 5-7 yrs.	\$ <u>1,517</u>
40. Office fixtures			
	\$ <u> </u>	<u> </u>	\$ <u> </u>
41. Office equipment, including all computer equipment and communication systems equipment and software			
Computers, Computer Accessories, Printers and Software	\$ <u>22,754.11</u>	Straight line, 3-7 yrs.	\$ <u>22,754.11</u>
42. Collectibles <i>Examples: Antiques and figurines; paintings, prints, or other artwork; books, pictures, or other art objects; china and crystal; stamp, coin, or baseball card collections; other collections, memorabilia, or collectibles</i>			
42.1	\$ <u> </u>	<u> </u>	\$ <u> </u>
42.2	\$ <u> </u>	<u> </u>	\$ <u> </u>
42.3	\$ <u> </u>	<u> </u>	\$ <u> </u>

43. Total of Part 7.

Add lines 39 through 42. Copy the total to line 86.

\$ 24,271.11**44. Is a depreciation schedule available for any of the property listed in Part 7?**

- ☐ No
- ☒ Yes

45. Has any of the property listed in Part 7 been appraised by a professional within the last year?

- ☒ No
- ☐ Yes

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Part 8: Machinery, equipment, and vehicles**46. Does the debtor own or lease any machinery, equipment, or vehicles?**

- ☐ No. Go to Part 9.
- ☒ Yes. Fill in the information below.

General description Include year, make, model, and identification numbers (i.e., VIN, HIN, or N-number)	Net book value of debtor's interest (Where available)	Valuation method used for current value	Current value of debtor's interest
47. Automobiles, vans, trucks, motorcycles, trailers, and titled farm vehicles			
47.1 Addendum	\$		\$ 1,008,500.00
47.2	\$		\$
47.3	\$		\$
47.4	\$		\$
48. Watercraft, trailers, motors, and related accessories Examples: Boats, trailers, motors, floating homes, personal watercraft, and fishing vessels			
48.1	\$		\$
48.2	\$		\$
49. Aircraft and accessories			
49.1	\$		\$
49.2	\$		\$
50. Other machinery, fixtures, and equipment (excluding farm machinery and equipment)			
	\$		\$
51. Total of Part 8. Add lines 47 through 50. Copy the total to line 87.			\$ 1,008,500.00

52. Is a depreciation schedule available for any of the property listed in Part 8?

- ☐ No
- ☒ Yes

53. Has any of the property listed in Part 8 been appraised by a professional within the last year?

- ☐ No
- ☒ Yes

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Form 206, Part 8, Number 47

Automobile, vans, trucks, motorcycles, trailers, and titled farm vehicles		Net Book Value	Valuation Method	Current value of Debtors Interest
47.1	2011, Kubota, RTV500, A5KA1CGATBG027798		Appraisal	\$ 4,000.00
47.2	2011, Kubota, RTV500, A5KA1CGAKBG027884		Appraisal	\$ 4,000.00
47.3	2012, Chevy, Malibu LT, 1G1ZC5EU9CF112913		Appraisal	\$ 7,500.00
47.4	2012, Chevy, 2500, 3GCPKSE7XCG126974		Appraisal	\$ 16,000.00
47.5	2007, Ford, F550, 1FDAW56P67EA36756		Appraisal	\$ 7,500.00
47.6	2013, Ford, F350, 1FD8W3HT8DEB03723		Appraisal	\$ 27,000.00
47.7	2013, Ford, F350, 1FD8W3HT8DEA42106		Appraisal	\$ 25,000.00
47.8	2013, Ford, F350, 1FD8W3HT7CEB07941		Appraisal	\$ 23,500.00
47.9	2013, Ford, F350, 1FD8W3HT7CEB32709		Appraisal	\$ 24,000.00
47.1	2013, Ford, F350, 1FD8W3HT3CEB07936		Appraisal	\$ 24,000.00
47.11	2013, Chevy, 3500HD, 1GB4CZC84DF233529		Appraisal	\$ 24,000.00
47.12	1999, Freightliner, D112064ST, 1FUY3MDB5XDF37572		Appraisal	\$ 8,500.00
47.13	1999, Freightliner, D112064ST, 1FUY3MDB4XLB16755		Appraisal	\$ 8,500.00
47.14	1989, Peterbuilt, 379 Dump Truck, 1XP5DB9X6KD272052		Appraisal	\$ 18,000.00
47.15	2008, Dodge, 2500, 3D7KR26D38G142411		Appraisal	\$ 11,000.00
47.16	2004, Gradall, G943A, 0160003341		Appraisal	\$ 21,000.00
47.17	2002, Gradall, 543D945, 0744145		Appraisal	\$ 12,000.00
47.18	Hyster, S240E, 4000LB Forklift		Appraisal	\$ 2,500.00
47.19	2013, Mahindra, 4035, C40P1480		Appraisal	\$ 15,000.00
47.2	2012, New Holland T5050, ZCJH17117		Appraisal	\$ 23,000.00
47.21	2012, New Holland T5060, ZCJH24184		Appraisal	\$ 45,000.00
47.22	2011, New Holland, 55 Workmaster, 7196098		Appraisal	\$ 16,000.00
47.23	2007, Case, 450, N7M445793		Appraisal	\$ 12,000.00
47.24	2007, Case, 580M, N7C423337		Appraisal	\$ 26,000.00
47.25	2004, John Deere, 310G, T0310GX938983		Appraisal	\$ 20,000.00
47.26	2003, John Deere, 310G, T0310Gx921733		Appraisal	\$ 19,000.00
47.27	2000, John Deere 310E, T0310EX883762		Appraisal	\$ 14,000.00
47.28	2007, Case, 650K, 1T0650KXCCE223783		Appraisal	\$ 32,500.00
47.29	1976, Caterpillar, D3, 79U03705		Appraisal	\$ 4,500.00
47.3	2007, Case CX130, DAC132008		Appraisal	\$ 40,000.00
47.31	2005, Case CX130, DAC131788		Appraisal	\$ 35,000.00
47.32	2012, John Deere, 35D, 1FF035DXKCG269443		Appraisal	\$ 25,000.00
47.33	2006, John Deere, 35D, FF035DX235294		Appraisal	\$ 17,000.00
47.34	2005, JLG, 400S, 0300083695		Appraisal	\$ 11,000.00
47.35	2011, Kaeser, M100, 1036		Appraisal	\$ 8,500.00
47.36	2008, Kaeser, M100, 801019		Appraisal	\$ 6,000.00
47.37	2010, Kaeser, M57, 1653		Appraisal	\$ 5,500.00
47.38	2012, Warren, WCW204MH, C120105486		Appraisal	\$ 7,000.00
47.39	2012, Warren, WCW204MH, C120205624		Appraisal	\$ 6,500.00
47.4	2012, Warren, WCW204MH, C120305701		Appraisal	\$ 6,000.00
47.41	2011, Warren, WCW204MH, C110604824		Appraisal	\$ 5,000.00
47.42	2005, Magnum, MLT3060MMH, 056112		Appraisal	\$ 2,500.00
47.43	2004, Ingersoll-Rand, Light Tower, 345440UD0789		Appraisal	\$ 2,500.00
47.44	2009, Bragg, 1,000 Gallon Water Tank, 17XFF182X91094091		Appraisal	\$ 4,000.00
47.45	2014, BestBilt, 525LB Water Tank, 5YHBU122XEM405886		Appraisal	\$ 3,000.00
47.46	2012, Bragg, 525LB Water Tank, EC16BP12		Appraisal	\$ 3,000.00

47.47	2011, Innovative, 500 Gallon Water Tank, PLTA10	Appraisal	\$	4,500.00
47.48	2015, Kaufman, R40, 5SHAD5130FB000239	Appraisal	\$	22,000.00
47.49	2011, Kaufman, R30, 5SHFR4325BB000303	Appraisal	\$	20,000.00
47.5	2007, Kaufman, R25, 15XFR40277L003374	Appraisal	\$	10,000.00
47.51	1992, Transcraft, Flatbed, 1TTF48207N1036977	Appraisal	\$	3,000.00
47.52	2008, Ditch Witch, FX30, CMWFX30XT80000413	Appraisal	\$	15,000.00
47.53	2014, Vactron LP533DT, 141088	Appraisal	\$	18,000.00
47.54	2014, Vactron LP533DT, 141099	Appraisal	\$	18,000.00
47.55	2013, Vactron LP533DT, 131160	Appraisal	\$	17,500.00
47.56	2013 Vactron, LP555DT, 131127	Appraisal	\$	17,500.00
47.57	2012, Load Max Trailer, 4ZEGH3021C1026885	Appraisal	\$	6,000.00
47.58	2013, Southwest Gooseneck, 1S9EG3226DS683096	Appraisal	\$	6,500.00
47.59	2013, Southwest Gooseneck, 1S9EG3221DS683135	Appraisal	\$	6,500.00
47.6	2012, Texas Bragg, 17XFP2221C1021971	Appraisal	\$	2,000.00
47.61	2013, PJ Trailers, Gooseneck, 4P5P82029D1191041	Appraisal	\$	4,000.00
47.62	2013, PJ Trailers, Gooseneck, 4P5P82024D1191061	Appraisal	\$	4,500.00
47.63	2014, BestBilt, Utility Trailer, 5YHBU2027EM806449	Appraisal	\$	2,500.00
47.64	2014, BestBilt, Utility Trailer, 5YHBU2025EM205779	Appraisal	\$	2,500.00
47.65	2013, PJ Trailers, Utility Trailer, 4P5P82025D1192493	Appraisal	\$	2,000.00
47.66	2012, Southwest Gooseneck, 1S9UB2026CS683251	Appraisal	\$	2,000.00
47.67	2014, BestBilt, Utility Trailer, 5YHBU2026EM405974	Appraisal	\$	2,500.00
47.68	2013, Road Clipper, Utility Trailer, 46UFU2220D1146091	Appraisal	\$	2,500.00
47.69	2013, Parker HP202, Utility Trailer, 13ZHP202D1000107	Appraisal	\$	2,500.00
47.7	2007, Load Trail, Utility Trailer, 4ZECF202371036628	Appraisal	\$	1,000.00
47.71	2013, Road Clipper, Utility Trailer, 46UFU1427D1150825	Appraisal	\$	1,500.00
47.72	2014, BestBilt, Utility Trailer, 5YHBU1228EM405952	Appraisal	\$	1,700.00
47.73	2014, BestBilt, Utility Trailer, 5YHBU1222EM405994	Appraisal	\$	1,700.00
47.74	2014, BestBilt, Utility Trailer, 5YHBU122XEM405953	Appraisal	\$	1,700.00
47.75	1999, CustomBuilt, Utility Trailer, no S/N	Appraisal	\$	600.00
47.76	1999, CustomBuilt, Utility Trailer, no S/N	Appraisal	\$	2,000.00
47.77	2008, BestBilt, Utility Trailer, 1N9SA12178C007538	Appraisal	\$	1,000.00
47.78	2007, Ameritrail, Utility Trailer, 17YBP12187BO37841	Appraisal	\$	1,000.00
47.79	2012, Texas Bragg, Utility Trailer, 17XFZ1010C1023533	Appraisal	\$	1,000.00
47.8	2014, BestBilt, Sand Blast Trailer, 5YHBU202XEM806363	Appraisal	\$	10,000.00
47.81	2006, Haulmark, Dump Trailer, 16HPB12276K008985	Appraisal	\$	2,500.00
47.82	2014, WW Enclosed Trailer, 11WEC1424EW311421	Appraisal	\$	4,500.00
47.83	2008, WW Enclosed Trailer, 11WEC14208W300565	Appraisal	\$	3,500.00
47.84	2014 Circle D, Poly Spool Trailer, 4C9BS1611EW382112	Appraisal	\$	2,500.00
47.85	2014, Palmer, Poly Spool Trailer, 1J9BS1618EW401004	Appraisal	\$	2,500.00
47.86	2014, Palmer, Poly Spool Trailer, 1J9BS1615EW401061	Appraisal	\$	2,500.00
47.87	2014, Palmer, Poly Spool Trailer, 1J9BP4021EW401041	Appraisal	\$	3,500.00
47.88	2013, Palmer, Pipe Trailer, 1J9BP4021DW401030	Appraisal	\$	3,000.00
47.89	2013, Palmer, Pipe Trailer, 1J9BP3225DW401068	Appraisal	\$	3,000.00
47.9	1984, Belshe, Pipe Trailer, PP013180LOL3K2600	Appraisal	\$	1,000.00
47.91	2012, Texas Bragg, Cooling Trailer, 17XFT1620C1025512	Appraisal	\$	3,500.00
47.92	2011, Texas Bragg, Cooling Trailer, 17XFP162XB1013628	Appraisal	\$	3,000.00
47.93	2010, Texas Bragg, Cooling Trailer, 17XFT1627A1003892	Appraisal	\$	2,500.00
47.94	2013, Remu EX140 Padding Bucket, 14181	Appraisal	\$	9,500.00
47.95	Brush Monster 60In. Mower	Appraisal	\$	1,500.00
47.96	Premier, 12 in Auger	Appraisal	\$	1,300.00
47.97	2004, Ford F250, Parts Truck, 1FTNF20PX4EA67257	Appraisal	\$	1,000.00
47.98	1982, International, Parts Dump Truck, 1HTAA1759CHA23362	Appraisal	\$	1,000.00
47.99	2013, Dixie Chopper, 60in Mower, 14CL2760GNGWP0169	Appraisal	\$	5,000.00
47.1	2012, Dixie Chopper, 50in Mower, 2125	Appraisal	\$	3,500.00
47.101	8FT. Disk, 18in frt blade 7in spacing	Appraisal	\$	1,000.00

47.102	Shoule, WD6 6ft. Rock rake, 37007	Appraisal	\$	2,500.00
47.103	2013, Modern, 15ft. Batwing Rotary Mower, 87125	Appraisal	\$	6,500.00
47.104	2013, Modern, 15ft. Batwing Rotary Mower, 84537	Appraisal	\$	6,500.00
47.105	2013, Modern 6ft. Rotary Mower, 85585	Appraisal	\$	3,000.00
47.106	2012, Modern 6ft. Rotary Mower, 85587	Appraisal	\$	3,000.00
47.107	2012, Modern 7ft. Rotary Mower, 56505	Appraisal	\$	2,500.00
47.108	Brush Hog, PHD2101, 8in Auger, 1213253	Appraisal	\$	1,500.00
47.109	Crary Bear Cat 3 Hydraulic Chipper, 600720	Appraisal	\$	2,500.00
47.11	2011, Ford F250 Crew Cab, 1FT7W2BT4BED02266	Comp Appraisal	\$	22,000.00
				\$ 1,008,500.00

Debtor Total Operating, LLC
NameCase number (if known) 16-70245-7**Part 9: Real property****54. Does the debtor own or lease any real property?**

- ☐ No. Go to Part 10.
- ☒ Yes. Fill in the information below.

55. Any building, other improved real estate, or land which the debtor owns or in which the debtor has an interest

Description and location of property Include street address or other description such as Assessor Parcel Number (APN), and type of property (for example, acreage, factory, warehouse, apartment or office building), if available.	Nature and extent of debtor's interest in property	Net book value of debtor's interest (Where available)	Valuation method used for current value	Current value of debtor's interest
55.1 Office Trailer, 4916 US-287, Bowie, TX 76230	Owned	\$	Cost	\$ 19,292.00
55.2 Storage Building, 4916 US-287, Bowie, TX 76230	Owned	\$		\$ N/A
55.3		\$		\$
55.4		\$		\$
55.5		\$		\$
55.6		\$		\$

56. Total of Part 9.

Add the current value on lines 55.1 through 55.6 and entries from any additional sheets. Copy the total to line 88.

\$ 19,292.00

57. Is a depreciation schedule available for any of the property listed in Part 9?

- ☒ No
- ☐ Yes

58. Has any of the property listed in Part 9 been appraised by a professional within the last year?

- ☒ No
- ☐ Yes

Part 10: Intangibles and intellectual property**59. Does the debtor have any interests in intangibles or intellectual property?**

- ☒ No. Go to Part 11.
- ☐ Yes. Fill in the information below.

General description	Net book value of debtor's interest (Where available)	Valuation method used for current value	Current value of debtor's interest
60. Patents, copyrights, trademarks, and trade secrets	\$		\$
61. Internet domain names and websites	\$		\$
62. Licenses, franchises, and royalties	\$		\$
63. Customer lists, mailing lists, or other compilations	\$		\$
64. Other intangibles, or intellectual property	\$		\$
65. Goodwill	\$		\$

66. Total of Part 10.

Add lines 60 through 65. Copy the total to line 89.

\$

Debtor Total Operating, LLC
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67. Do your lists or records include personally identifiable information of customers (as defined in 11 U.S.C. §§ 101(41A) and 107)?

- ☐ No
☐ Yes

68. Is there an amortization or other similar schedule available for any of the property listed in Part 10?

- ☐ No
☐ Yes

69. Has any of the property listed in Part 10 been appraised by a professional within the last year?

- ☐ No
☐ Yes

Part 11: All other assets

70. Does the debtor own any other assets that have not yet been reported on this form?

Include all interests in executory contracts and unexpired leases not previously reported on this form.

- ☐ No. Go to Part 12.
☒ Yes. Fill in the information below.

Current value of
debtor's interest

71. Notes receivable

Description (include name of obligor)

Employee Loans - Juan Cuellar and Diego Villegas

\$3,616.68

\$0

Total face amount

doubtful or uncollectible amount

= →

\$ 3,616.68

72. Tax refunds and unused net operating losses (NOLs)

Description (for example, federal, state, local)

Tax year _____

\$ _____

Tax year _____

\$ _____

Tax year _____

\$ _____

73. Interests in insurance policies or annuities

Insurance Insurance Refund, still being determined\$ N/A

74. Causes of action against third parties (whether or not a lawsuit has been filed)

CAUSE NO. 067-284317-16\$ 1,000,000

Nature of claim

Civil Dispute

Amount requested

\$ 1,000,000

75. Other contingent and unliquidated claims or causes of action of every nature, including counterclaims of the debtor and rights to set off claims

CAUSE NO. 067-284317-16\$ 1,000,000

Nature of claim

Counter Claim, Civil Dispute

Amount requested

\$ 1,000,000

76. Trusts, equitable or future interests in property

\$ _____

77. Other property of any kind not already listed Examples: Season tickets, country club membership

\$ _____

\$ _____

78. Total of Part 11.

Add lines 71 through 77. Copy the total to line 90.

\$ 2,003,616.68

79. Has any of the property listed in Part 11 been appraised by a professional within the last year?

- ☒ No
☐ Yes

Name: Total Operating, LLC

Case #: 16-70245-7

Part 11 Number 74 – Causes of Action Against Third Parties Addendum

Cause No. 067-284317-16 – Claims against Harold Allen:

- 1) Breach of Contract/Theft Liability Act/Breach of Fiduciary Responsibility:** Unapproved insurance benefits above employment agreement. Damages: Excess of \$17,000.00
- 2) Breach of Contract/Theft Liability Act/Breach of Fiduciary Responsibility:** Unapproved vendor contract. Damages: Unknown
- 3) Theft Liability Act/Breach of Contract/Breach of Fiduciary Responsibility:** Unapproved use of employee to work for personal benefit. Damages: Excess of 53,000.00.
- 4) Breach of Contract/Theft Liability Act/Breach of Fiduciary Responsibility:** Personal Deer Lease. Damages: Excess of \$7,200.00
- 5) Breach of Contract/Breach of Fiduciary Responsibility/Theft Liability Act:** Unverified expense reimbursements. Damages: Excess of \$80,000
- 6) Breach of Contract/Breach of Fiduciary Responsibility:** Unapproved long term lease obligations in excess of \$1,000,000. Damages: Unknown.
- 7) Breach of Fiduciary Responsibility:** Nepotism. Damages: Unknown.
- 8) Breach of Fiduciary Responsibility:** Acted in own self-interest. Did not act in good faith and with due regard, fairness, and honesty. Damages: Unknown.

Cause No. 067-284317-16 – Claims against Jason Allen:

- 1) Breach of Contract/Theft Liability Act:** Unapproved salary increase. Damages: Excess of \$24,400.00
- 2) Breach of Contract/Theft Liability Act:** Unapproved insurance benefits above employment agreement. Damages: Excess of \$40,000.00
- 3) Breach of Contract/Theft Liability Act/Breach of Fiduciary Responsibility:** Unapproved vendor contract. Damages: Unknown
- 4) Breach of Contract/Breach of Fiduciary Responsibility/Theft Liability Act:** Unverified expense reimbursements. Damages: Excess of \$80,000
- 5) Breach of Contract/Breach of Fiduciary Responsibility:** Unapproved long term lease obligations in excess of \$1,000,000. Damages: Unknown.
- 6) Breach of Contract/Breach of Fiduciary Responsibility/Theft Liability Act:** Conflict of interest; unapproved personal use of Company assets and resources. Damages: Excess of \$20,000.

Other Claims Not Currently Included in a Pending Lawsuit:

Harold Allen, Jason Allen and David Brickey (former insider) are owners of Operating Capital, LLC.

- 1) Breach of Fiduciary Responsibility/Theft Liability Act:** Misappropriation/unapproved use of Company resources for benefit of Operating Capital, LLC. Potential Parties: Harold Allen and Jason Allen. Damages: Excess of \$50,000.

- 2) **Breach of Fiduciary Responsibility/Theft Liability Act:** Misappropriation/unapproved use of Company resources for personal benefit. Potential Parties: Harold Allen and Jason Allen. Damages: Unknown.
- 3) **Breach of Fiduciary Responsibility:** Wrongful eviction, misappropriation of Company assets and accounts, violations of employee privacy. Potential Parties: Operating Capital, LLC Jason Allen and David Brickey. Damages: Unknown
- 4) **Breach of Fiduciary Responsibility /Theft Liability Act:** Unapproved/undisclosed personal benefit from factoring agreement arrangements which injured Company. Potential Parties: Operating Capital, LLC, Jason Allen and Harold Allen. Damages: Excess of \$50,000.

Debtor Total Operating, LLC
NameCase number (if known) 16-70245-7**Part 12: Summary**

In Part 12 copy all of the totals from the earlier parts of the form.

Type of property	Current value of personal property	Current value of real property
80. Cash, cash equivalents, and financial assets. <i>Copy line 5, Part 1.</i>	\$ 66,309.13	
81. Deposits and prepayments. <i>Copy line 9, Part 2.</i>	\$ 25,333.12	
82. Accounts receivable. <i>Copy line 12, Part 3.</i>	\$ 25,511	
83. Investments. <i>Copy line 17, Part 4.</i>	\$ 0	
84. Inventory. <i>Copy line 23, Part 5.</i>	\$ 0	
85. Farming and fishing-related assets. <i>Copy line 33, Part 6.</i>	\$ 0	
86. Office furniture, fixtures, and equipment; and collectibles. <i>Copy line 43, Part 7.</i>	\$ 24,271.11	
87. Machinery, equipment, and vehicles. <i>Copy line 51, Part 8.</i>	\$ 1,008,500.00	
88. Real property. <i>Copy line 56, Part 9.</i>	→	\$ 19,292.00
89. Intangibles and intellectual property. <i>Copy line 66, Part 10.</i>	\$ 0	
90. All other assets. <i>Copy line 78, Part 11.</i>	+ \$ 2,003,618.68	
91. Total. Add lines 80 through 90 for each column. 91a.	\$ 3,153,543.04	+ 91b. \$
92. Total of all property on Schedule A/B. Lines 91a + 91b = 92.		\$ 3,153,543.04

Fill in this information to identify the case:

Debtor name Total Operating, LLC
 United States Bankruptcy Court for the: Northern District of TX
 (State)
 Case number (if known): 16-70245-7

☐ Check if this is an amended filing

Official Form 206D

Schedule D: Creditors Who Have Claims Secured by Property

12/15

Be as complete and accurate as possible.

1. Do any creditors have claims secured by debtor's property?

- ☐ No. Check this box and submit page 1 of this form to the court with debtor's other schedules. Debtor has nothing else to report on this form.
☒ Yes. Fill in all of the information below.

Part 1: List Creditors Who Have Secured Claims

2. List in alphabetical order all creditors who have secured claims. If a creditor has more than one secured claim, list the creditor separately for each claim.

Column A
Amount of claim
Do not deduct the value of collateral.

Column B
Value of collateral that supports this claim

2.1 Creditor's nameCapital One, National Association

Describe debtor's property that is subject to a lien

All assets of the Company, excluding Factored Receivables\$ 212,816.04\$ 1,153,543.04

Creditor's mailing address

1680 Capital One DriveMcLean, VA 22102

Describe the lien

Senior asset backed

Creditor's email address, if known

Is the creditor an insider or related party?

- ☒ No
☐ Yes

Date debt was incurred Feb 8, 2013

Is anyone else liable on this claim?

- ☒ No
☐ Yes. Fill out *Schedule H: Codebtors* (Official Form 206H).

Last 4 digits of account number 1168

Do multiple creditors have an interest in the same property?

- ☐ No
☒ Yes. Specify each creditor, including this creditor, and its relative priority.

As of the petition filing date, the claim is:

Check all that apply.

- ☐ Contingent
☐ Unliquidated
☐ Disputed

Senior Secured: Capital One, National AssociationJunior Liens: Gail Holmes Allen, Jane Brooks, Nylund Family Partnership, Reticulum Management, LLC, Robert Morey, Russell Watters**2.2** Creditor's nameCapital One, National Association

Describe debtor's property that is subject to a lien

All assets of the Company, excluding Factored Receivables\$ 90,249.90\$ 1,153,543.04

Creditor's mailing address

1680 Capital One DriveMcLean, VA 22102

Describe the lien

Senior asset backed

Creditor's email address, if known

Is the creditor an insider or related party?

- ☒ No
☐ Yes

Date debt was incurred Feb 8, 2013

Is anyone else liable on this claim?

- ☒ No
☐ Yes. Fill out *Schedule H: Codebtors* (Official Form 206H).

Last 4 digits of account number 1137

Do multiple creditors have an interest in the same property?

- ☐ No
☒ Yes. Have you already specified the relative priority?
☐ No. Specify each creditor, including this creditor, and its relative priority.

As of the petition filing date, the claim is:

Check all that apply.

- ☐ Contingent
☐ Unliquidated
☐ Disputed

☒ Yes. The relative priority of creditors is specified on lines 2.1

3. Total of the dollar amounts from Part 1, Column A, including the amounts from the Additional Page, if any.

\$ 2,272,529.84

Debtor Total Operating, LLC
NameCase number (if known) 16-70245-7**Part 1: Additional Page**

Column A
Amount of claim
Do not deduct the value
of collateral.

Column B
Value of collateral
that supports this
claim

Copy this page only if more space is needed. Continue numbering the lines sequentially from the previous page.

2.3 Creditor's name Gail Holmes Allen

Creditor's mailing address
4500 Williams Rd
Ft. Worth, TX 76116

Creditor's email address, if known _____

Date debt was incurred 7/26/2013

Last 4 digits of account number _____

Do multiple creditors have an interest in the same property?
☐ No
☒ Yes. Have you already specified the relative priority?
☐ No. Specify each creditor, including this creditor, and its relative priority.

☒ Yes. The relative priority of creditors is specified on lines 2.1

Describe debtor's property that is subject to a lien
Blanket Lien, excluding Factored Receivables
Junior to Capital One

Describe the lien
Junior Secured Lien

Is the creditor an insider or related party?
☒ No
☐ Yes

Is anyone else liable on this claim?
☒ No
☐ Yes. Fill out *Schedule H: Codebtors* (Official Form 206H).

As of the petition filing date, the claim is:
Check all that apply.
☐ Contingent
☐ Unliquidated
☐ Disputed

\$ 280,082.22 \$ 1,153,543.04

2.4 Creditor's name Jane Brooks

Creditor's mailing address
13 Doremus Ln
Montague, NJ 07827

Creditor's email address, if known _____

Date debt was incurred 7/2/2013

Last 4 digits of account number _____

Do multiple creditors have an interest in the same property?
☐ No
☒ Yes. Have you already specified the relative priority?
☐ No. Specify each creditor, including this creditor, and its relative priority.

☒ Yes. The relative priority of creditors is specified on lines 2.1

Describe debtor's property that is subject to a lien
Blanket Lien, excluding Factored Receivables
Junior to Capital One

Describe the lien
Junior secured lien

Is the creditor an insider or related party?
☒ No
☐ Yes

Is anyone else liable on this claim?
☒ No
☐ Yes. Fill out *Schedule H: Codebtors* (Official Form 206H).

As of the petition filing date, the claim is:
Check all that apply.
☐ Contingent
☐ Unliquidated
☐ Disputed

\$ 560,164.39 \$ 1,153,543.04

Debtor Total Operating, LLC
NameCase number (if known) 16-70245-7**Part 1: Additional Page**Column A
Amount of claim

Do not deduct the value of collateral.

Column B
Value of collateral that supports this claim

Copy this page only if more space is needed. Continue numbering the lines sequentially from the previous page.

2.7 Creditor's name <u>Russell F. Watters</u> Creditor's mailing address <u>461 Brellinger</u> <u>Columbia, IL 62236</u> Creditor's email address, if known Date debt was incurred <u>2/11/2013</u> Last 4 digits of account number <u> </u> Do multiple creditors have an interest in the same property? <input type="checkbox"/> No <input checked="" type="checkbox"/> Yes. Have you already specified the relative priority? <input type="checkbox"/> No. Specify each creditor, including this creditor, and its relative priority. <input checked="" type="checkbox"/> Yes. The relative priority of creditors is specified on lines <u>2.1</u>	Describe debtor's property that is subject to a lien <u>Blanket Lien, excluding Factored Receivables</u> <u>Junior to Capital One</u> Describe the lien <u>Second Secured Lien</u> Is the creditor an insider or related party? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes Is anyone else liable on this claim? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes. Fill out <i>Schedule H: Codebtors</i> (Official Form 206H). As of the petition filing date, the claim is: Check all that apply. <input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed	 \$ <u>230,082.19</u> \$ <u>1,153,543.04</u>
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2. Creditor's name Creditor's mailing address Creditor's email address, if known Date debt was incurred <u> </u> Last 4 digits of account number <u> </u> Do multiple creditors have an interest in the same property? <input type="checkbox"/> No <input type="checkbox"/> Yes. Have you already specified the relative priority? <input type="checkbox"/> No. Specify each creditor, including this creditor, and its relative priority. <input type="checkbox"/> Yes. The relative priority of creditors is specified on lines <u> </u>	Describe debtor's property that is subject to a lien Describe the lien Is the creditor an insider or related party? <input type="checkbox"/> No <input type="checkbox"/> Yes Is anyone else liable on this claim? <input type="checkbox"/> No <input type="checkbox"/> Yes. Fill out <i>Schedule H: Codebtors</i> (Official Form 206H). As of the petition filing date, the claim is: Check all that apply. <input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed	 \$ <u> </u> \$ <u> </u>
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Fill in this information to identify the case:

Debtor Total Operating, LLC

United States Bankruptcy Court for the: Northern District of TX
(State)

Case number 16-70245-7
(If known)

☐ Check if this is an amended filing

Official Form 206E/F

Schedule E/F: Creditors Who Have Unsecured Claims

12/15

Be as complete and accurate as possible. Use Part 1 for creditors with PRIORITY unsecured claims and Part 2 for creditors with NONPRIORITY unsecured claims. List the other party to any executory contracts or unexpired leases that could result in a claim. Also list executory contracts on Schedule A/B: Assets - Real and Personal Property (Official Form 206A/B) and on Schedule G: Executory Contracts and Unexpired Leases (Official Form 206G). Number the entries in Parts 1 and 2 in the boxes on the left. If more space is needed for Part 1 or Part 2, fill out and attach the Additional Page of that Part included in this form.

Part 1: List All Creditors with PRIORITY Unsecured Claims

1. Do any creditors have priority unsecured claims? (See 11 U.S.C. § 507).

- ☐ No. Go to Part 2.
- ☒ Yes. Go to line 2.

2. List in alphabetical order all creditors who have unsecured claims that are entitled to priority in whole or in part. If the debtor has more than 3 creditors with priority unsecured claims, fill out and attach the Additional Page of Part 1.

	Total claim	Priority amount
2.1 Priority creditor's name and mailing address <u>Internal Revenue Service</u> <u>Ogden, UT 84201-0039</u> Date or dates debt was incurred <u>October 2015 - June 2016</u> Last 4 digits of account number <u>0017</u> Specify Code subsection of PRIORITY unsecured claim: 11 U.S.C. § 507(a) (<u>8</u>)	As of the petition filing date, the claim is: \$ <u>50,417.22</u> Check all that apply. <input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed Basis for the claim: <u>Late fees and Penalties for Payroll Tax</u> Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes	\$ <u>50,417.22</u>
2.2 Priority creditor's name and mailing address <u>Montague CAD Kim Haralson / Collector</u> <u>PO Box 121</u> <u>Montague, TX 76251</u> Date or dates debt was incurred <u>10/1/2015 - 6/1/2016</u> Last 4 digits of account number Specify Code subsection of PRIORITY unsecured claim: 11 U.S.C. § 507(a) (<u>8</u>)	As of the petition filing date, the claim is: \$ <u>15,689.66</u> Check all that apply. <input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed Basis for the claim: <u>County Taxes</u> Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes	\$ <u>15,689.66</u>
2.3 Priority creditor's name and mailing address <u>Montague County Tax Office</u> <u>PO Box 8</u> <u>Montague, TX 76251</u> Date or dates debt was incurred Last 4 digits of account number Specify Code subsection of PRIORITY unsecured claim: 11 U.S.C. § 507(a) (<u>8</u>)	As of the petition filing date, the claim is: \$ <u>5,625.18</u> Check all that apply. <input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed Basis for the claim: <u>County Taxes</u> Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes	\$ <u>5,625.18</u>

Debtor Total Operating, LLC
NameCase number (if known) 16-70245-7**Part 2: List All Creditors with NONPRIORITY Unsecured Claims**

3. List in alphabetical order all of the creditors with nonpriority unsecured claims. If the debtor has more than 6 creditors with nonpriority unsecured claims, fill out and attach the Additional Page of Part 2.

		Amount of claim
3.1	Nonpriority creditor's name and mailing address A-1 Porta Privy PO Box 1094 Gainesville, TX 76241-1094	As of the petition filing date, the claim is: <u>\$ 183.60</u> Check all that apply. <input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed
	Date or dates debt was incurred <u>2/1/2016 - 3/1/2016</u> Last 4 digits of account number <u> </u>	Basis for the claim: <u>Vendor</u> Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes
3.2	Nonpriority creditor's name and mailing address Aflac (Group # F2R72)	As of the petition filing date, the claim is: <u>\$ 534.72</u> Check all that apply. <input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed
	Date or dates debt was incurred <u>6/10/2016</u> Last 4 digits of account number <u> </u>	Basis for the claim: <u>Insurance</u> Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes
3.3	Nonpriority creditor's name and mailing address Airgas USA, LLC PO Box 676015 Dallas, TX 75267-6015	As of the petition filing date, the claim is: <u>\$ 2,046.00</u> Check all that apply. <input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed
	Date or dates debt was incurred <u>4/30/2016 - 5/31/2016</u> Last 4 digits of account number <u> </u>	Basis for the claim: <u>Vendor</u> Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes
3.4	Nonpriority creditor's name and mailing address Asco Equipment PO Box 3888 Lubbock, TX 79452	As of the petition filing date, the claim is: <u>\$ 103.91</u> Check all that apply. <input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed
	Date or dates debt was incurred <u>12/29/2015 - 3/8/2016</u> Last 4 digits of account number <u> </u>	Basis for the claim: <u>Vendor</u> Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes
3.5	Nonpriority creditor's name and mailing address AT&T PO Box 105414 Atlanta, GA 30348-5414	As of the petition filing date, the claim is: <u>\$ 189.41</u> Check all that apply. <input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed
	Date or dates debt was incurred <u>5/25/2016</u> Last 4 digits of account number <u> </u>	Basis for the claim: <u>Vendor</u> Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes
3.6	Nonpriority creditor's name and mailing address AT&T Mobility PO Box 6463 Carol Stream, IL 60197-6463	As of the petition filing date, the claim is: <u>\$ 334.73</u> Check all that apply. <input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed
	Date or dates debt was incurred <u>6/1/2016</u> Last 4 digits of account number <u> </u>	Basis for the claim: <u>Vendor</u> Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes

Debtor Total Operating, LLC
NameCase number (if known) 16-70245-7**Part 2: Additional Page**

Copy this page only if more space is needed. Continue numbering the lines sequentially from the previous page. If no additional NONPRIORITY creditors exist, do not fill out or submit this page.

Amount of claim

3.7	Nonpriority creditor's name and mailing address <u>Barco Rent A Truck</u> <u>717 South 5600 W</u> <u>Salt Lake City, UT 84104</u>	As of the petition filing date, the claim is: <i>Check all that apply.</i> <input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed <input type="checkbox"/> Liquidated and neither contingent nor disputed	\$ <u>6,332.53</u>
		Basis for the claim: <u>Vendor</u>	
	Date or dates debt was incurred <u>3/31/2016 - 6/8/2016</u> Last 4 digits of account number <u> </u>	Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes	
3.8	Nonpriority creditor's name and mailing address <u>Barton's Welding Supply</u> <u>PO Box 1188</u> <u>Brownsfield, TX 79316</u>	As of the petition filing date, the claim is: <i>Check all that apply.</i> <input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed	\$ <u>23.50</u>
		Basis for the claim: <u>Vendor</u>	
	Date or dates debt was incurred <u>5/31/2016</u> Last 4 digits of account number <u> </u>	Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes	
3.9	Nonpriority creditor's name and mailing address <u>BK Electric, LLC</u> <u>1459 Ford Rd.</u> <u>Bowie, TX 76230</u>	As of the petition filing date, the claim is: <i>Check all that apply.</i> <input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed	\$ <u>4,043.49</u>
		Basis for the claim: <u>Vendor</u>	
	Date or dates debt was incurred <u>9/22/2015</u> Last 4 digits of account number <u> </u>	Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes	
3.10	Nonpriority creditor's name and mailing address <u>Blue Cross Blue Shield of Texas</u> <u>PO Box 731428</u> <u>Dallas, TX 75373-1428</u>	As of the petition filing date, the claim is: <i>Check all that apply.</i> <input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed	\$ <u>19,318.02</u>
		Basis for the claim: <u>Vendor</u>	
	Date or dates debt was incurred <u>4/15/2016 - 5/18/2016</u> Last 4 digits of account number <u> </u>	Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes	
3.11	Nonpriority creditor's name and mailing address <u>Bridgeport Tank Trucks</u> <u>PO Box 6</u> <u>Bridgeport, TX 76426</u>	As of the petition filing date, the claim is: <i>Check all that apply.</i> <input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed	\$ <u>1,676.20</u>
		Basis for the claim: <u>Vendor</u>	
	Date or dates debt was incurred <u>8/21/2015 - 11/13/2015</u> Last 4 digits of account number <u> </u>	Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes	

Debtor

Total Operating, LLC

Case number (if known) 16-70245-7

Part 2: Additional Page

Copy this page only if more space is needed. Continue numbering the lines sequentially from the previous page. If no additional NONPRIORITY creditors exist, do not fill out or submit this page.

Amount of claim

3.12	Nonpriority creditor's name and mailing address Castle Trenching, LLC PO Box 203 Roanoke, TX 76262 Date or dates debt was incurred <u>11/10/2015</u> Last 4 digits of account number <u> </u>	As of the petition filing date, the claim is: <i>Check all that apply.</i> <input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed <input type="checkbox"/> Liquidated and neither contingent nor disputed Basis for the claim: <u>Vendor</u> Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes	\$ <u>14,925.00</u>
3.13	Nonpriority creditor's name and mailing address Caterpillar Financial Services Corp. PO Box 730681 Dallas, TX 75373-0681 Date or dates debt was incurred <u>1/11/2016 - 6/10/2016</u> Last 4 digits of account number <u> </u>	As of the petition filing date, the claim is: <i>Check all that apply.</i> <input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed Basis for the claim: <u>Equipment Leases</u> Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes	\$ <u>41,357.65</u>
3.14	Nonpriority creditor's name and mailing address CCA Partners, LLC 100 Crescent Court, Ste. 700 Dallas, TX 75201 Date or dates debt was incurred <u>2/13/2013 - 7/31/2016</u> Last 4 digits of account number <u> </u>	As of the petition filing date, the claim is: <i>Check all that apply.</i> <input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed Basis for the claim: <u>Monitoring Fee</u> Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes	\$ <u>436,926.73</u>
3.15	Nonpriority creditor's name and mailing address CNH Industrial Capital America Lockbox 330 PO Box 7247 Philadelphia, PA 19170-0330 Date or dates debt was incurred <u>3/18/2016 - 6/10/2016</u> Last 4 digits of account number <u> </u>	As of the petition filing date, the claim is: <i>Check all that apply.</i> <input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed Basis for the claim: <u>Equipment Leases</u> Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes	\$ <u>84,334.87</u>
3.16	Nonpriority creditor's name and mailing address CNH Industrial Capital - Revolving Account PO Box 688912 Des Moines, IA 50368-8912 Date or dates debt was incurred <u>5/19/15 - 6/16/16</u> Last 4 digits of account number <u> </u>	As of the petition filing date, the claim is: <i>Check all that apply.</i> <input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed Basis for the claim: <u>Vendor</u> Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes	\$ <u>49,084.52</u>

Debtor

Total Operating, LLC
Name

Case number (if known) 16-70245-7

Part 2: Additional Page

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Amount of claim

3.17 Nonpriority creditor's name and mailing address Comdata PO Box 845738 Dallas, TX 75284-5738 Date or dates debt was incurred <u>12/6/15 - 6/26/2016</u> Last 4 digits of account number <u> </u>	As of the petition filing date, the claim is: Check all that apply. <input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed <input type="checkbox"/> Liquidated and neither contingent nor disputed Basis for the claim: <u>Vendor</u> Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes	\$ <u>4,392.14</u>
3.18 Nonpriority creditor's name and mailing address Cullen Environmental PO Box 1562 Weatherford, TX 76086 Date or dates debt was incurred <u>8/8/2015 - 8/30/2015</u> Last 4 digits of account number <u> </u>	As of the petition filing date, the claim is: Check all that apply. <input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed Basis for the claim: <u>Vendor</u> Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes	\$ <u>7,200.00</u>
3.19 Nonpriority creditor's name and mailing address David Brickey 217 Kleinhans Rd Bowie, TX 76230 Date or dates debt was incurred <u>2/13/2013</u> Last 4 digits of account number <u> </u>	As of the petition filing date, the claim is: Check all that apply. <input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input checked="" type="checkbox"/> Disputed Basis for the claim: <u>Holdback payable at TXN, diputed as not all liabilities were disclosed.</u> Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes	\$ <u>55,493.28</u>
3.20 Nonpriority creditor's name and mailing address Dearborn National 36788 Eagle Way Chicago, IL 60678-1367 Date or dates debt was incurred <u>4/26/2016 - 5/10/2016</u> Last 4 digits of account number <u> </u>	As of the petition filing date, the claim is: Check all that apply. <input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed Basis for the claim: <u>Vendor</u> Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes	\$ <u>4,081.45</u>
3.21 Nonpriority creditor's name and mailing address Decatur Tire Store 1201 N. HWY 81/287 Decatur, TX 76234 Date or dates debt was incurred <u>10/31/2015 - 1/31/2016</u> Last 4 digits of account number <u> </u>	As of the petition filing date, the claim is: Check all that apply. <input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed Basis for the claim: <u>Vendor</u> Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes	\$ <u>2,260.34</u>

Debtor

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Amount of claim

3.22	Nonpriority creditor's name and mailing address	As of the petition filing date, the claim is: Check all that apply.	\$ 630.50
	Disa, Inc. Dept. 890314	<input type="checkbox"/> Contingent	
	PO Box 120314	<input type="checkbox"/> Unliquidated	
	Dallas, TX 75312-0314	<input type="checkbox"/> Disputed	
		<input type="checkbox"/> Liquidated and neither contingent nor disputed	
		Basis for the claim: Vendor	
	Date or dates debt was incurred 5/15/2016 - 6/15/2016	Is the claim subject to offset?	
	Last 4 digits of account number	<input checked="" type="checkbox"/> No	
		<input type="checkbox"/> Yes	
3.23	Nonpriority creditor's name and mailing address	As of the petition filing date, the claim is: Check all that apply.	\$ 2,654.76
	Eagle NDT, LLC	<input type="checkbox"/> Contingent	
	PO Box 6290	<input type="checkbox"/> Unliquidated	
	Abilene, TX 79608-6290	<input type="checkbox"/> Disputed	
		Basis for the claim: Vendor	
	Date or dates debt was incurred 9/1/2015	Is the claim subject to offset?	
	Last 4 digits of account number	<input checked="" type="checkbox"/> No	
		<input type="checkbox"/> Yes	
3.24	Nonpriority creditor's name and mailing address	As of the petition filing date, the claim is: Check all that apply.	\$ 7,936.20
	Eagle Pipeline Construction Inc.	<input type="checkbox"/> Contingent	
	PO Box 732474	<input type="checkbox"/> Unliquidated	
	Dallas, TX 75373-2474	<input type="checkbox"/> Disputed	
		Basis for the claim: Vendor	
	Date or dates debt was incurred 8/19/2015 - 11/30/2015	Is the claim subject to offset?	
	Last 4 digits of account number	<input checked="" type="checkbox"/> No	
		<input type="checkbox"/> Yes	
3.25	Nonpriority creditor's name and mailing address	As of the petition filing date, the claim is: Check all that apply.	\$ 102.00
	Employee Benefits Corp.	<input type="checkbox"/> Contingent	
	PO Box 44347	<input type="checkbox"/> Unliquidated	
	Madison, WI 53744-4347	<input type="checkbox"/> Disputed	
		Basis for the claim: Benefits	
	Date or dates debt was incurred 6/15/2016	Is the claim subject to offset?	
	Last 4 digits of account number	<input checked="" type="checkbox"/> No	
		<input type="checkbox"/> Yes	
3.26	Nonpriority creditor's name and mailing address	As of the petition filing date, the claim is: Check all that apply.	\$ 6,300.00
	Energy Service Company of Bowie	<input type="checkbox"/> Contingent	
	PO Box 1300	<input type="checkbox"/> Unliquidated	
	Bowie, TX 76230	<input type="checkbox"/> Disputed	
		Basis for the claim: Vendor	
	Date or dates debt was incurred 4/1/2016 - 4/6/2016	Is the claim subject to offset?	
	Last 4 digits of account number	<input checked="" type="checkbox"/> No	
		<input type="checkbox"/> Yes	

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Amount of claim

3.27	Nonpriority creditor's name and mailing address	As of the petition filing date, the claim is: <i>Check all that apply.</i>	\$ 441,200.08
	Gajeske, Inc	<input type="checkbox"/> Contingent	
	PO Box 650823	<input type="checkbox"/> Unliquidated	
	Dallas, TX 75265	<input type="checkbox"/> Disputed	
		<input type="checkbox"/> Liquidated and neither contingent nor disputed	
		Basis for the claim: Vendor	
	Date or dates debt was incurred 6/24/2015 - 6/9/2016	Is the claim subject to offset?	
	Last 4 digits of account number	<input checked="" type="checkbox"/> No	
		<input type="checkbox"/> Yes	
3.28	Nonpriority creditor's name and mailing address	As of the petition filing date, the claim is: <i>Check all that apply.</i>	\$ 463.42
	GE Capital	<input type="checkbox"/> Contingent	
	PO Box 740441	<input type="checkbox"/> Unliquidated	
	Atlanta, GA 30374-0441	<input type="checkbox"/> Disputed	
		Basis for the claim: Vendor	
	Date or dates debt was incurred 5/1/2016 - 5/22/2016	Is the claim subject to offset?	
	Last 4 digits of account number	<input checked="" type="checkbox"/> No	
		<input type="checkbox"/> Yes	
3.29	Nonpriority creditor's name and mailing address	As of the petition filing date, the claim is: <i>Check all that apply.</i>	\$ 1,829.43
	Got to go Solutions, Inc	<input type="checkbox"/> Contingent	
	PO Box 490	<input type="checkbox"/> Unliquidated	
	Chico, TX 76431	<input type="checkbox"/> Disputed	
		Basis for the claim: Vendor	
	Date or dates debt was incurred 12/4/2015 - 12/31/2015	Is the claim subject to offset?	
	Last 4 digits of account number	<input checked="" type="checkbox"/> No	
		<input type="checkbox"/> Yes	
3.30	Nonpriority creditor's name and mailing address	As of the petition filing date, the claim is: <i>Check all that apply.</i>	\$ 116,606.51
	Harold Allen	<input type="checkbox"/> Contingent	
	PO Box 186	<input type="checkbox"/> Unliquidated	
	Alvord, TX 76225	<input checked="" type="checkbox"/> Disputed	
		Basis for the claim: Holdback payable at TXN, diputed as not all liabilities were disclosed.	
	Date or dates debt was incurred 2/13/2013	Is the claim subject to offset?	
	Last 4 digits of account number	<input checked="" type="checkbox"/> No	
		<input type="checkbox"/> Yes	
3.31	Nonpriority creditor's name and mailing address	As of the petition filing date, the claim is: <i>Check all that apply.</i>	\$ 1,507.14
	H&E Equipment Services, Inc.	<input type="checkbox"/> Contingent	
	PO Box 849850	<input type="checkbox"/> Unliquidated	
	Dallas, TX 75284	<input type="checkbox"/> Disputed	
		Basis for the claim: Vendor	
	Date or dates debt was incurred 12/14/2015 - 3/17/2016	Is the claim subject to offset?	
	Last 4 digits of account number	<input checked="" type="checkbox"/> No	
		<input type="checkbox"/> Yes	

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Amount of claim

3.32	Nonpriority creditor's name and mailing address	HL Chapman Pipeline Construction PO Box 846241 Dallas, TX 75284-6241 Date or dates debt was incurred <u>4/30/2015 - 5/29/2015</u> Last 4 digits of account number <u> </u>	As of the petition filing date, the claim is: Check all that apply. <input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed <input type="checkbox"/> Liquidated and neither contingent nor disputed Basis for the claim: <u>Vendor</u> Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes	\$ <u>174,376.20</u>
3.33	Nonpriority creditor's name and mailing address	Hawkeye Underground Inc. PO Box 25415 Dallas, TX 75225 Date or dates debt was incurred <u>1/6/2016</u> Last 4 digits of account number <u> </u>	As of the petition filing date, the claim is: Check all that apply. <input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed Basis for the claim: <u>Vendor</u> Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes	\$ <u>3,620.00</u>
3.34	Nonpriority creditor's name and mailing address	Holt Cat PO Box 650345 Dallas, TX 75265-0345 Date or dates debt was incurred <u>4/23/2015 - 7/8/2016</u> Last 4 digits of account number <u> </u>	As of the petition filing date, the claim is: Check all that apply. <input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed Basis for the claim: <u>Vendor</u> Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes	\$ <u>364,467.05</u>
3.35	Nonpriority creditor's name and mailing address	Honstein Oil and Distributing 3701 No. Sylvania Ft. Worth, TX 76137 Date or dates debt was incurred <u>11/5/2015 - 1/13/2016</u> Last 4 digits of account number <u> </u>	As of the petition filing date, the claim is: Check all that apply. <input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed Basis for the claim: <u>Vendor</u> Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes	\$ <u>18,224.68</u>
3.36	Nonpriority creditor's name and mailing address	Hudson Imaging Systems 1007 5th and Austin Wichita Falls, TX 76301 Date or dates debt was incurred <u>3/29/2016 - 5/31/2016</u> Last 4 digits of account number <u> </u>	As of the petition filing date, the claim is: Check all that apply. <input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed Basis for the claim: <u>Vendor</u> Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes	\$ <u>605.44</u>

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Amount of claim

3.37 Nonpriority creditor's name and mailing addressIPFS Corporation2777 Allen Parkway, Ste. 1130Houston, TX 77019

As of the petition filing date, the claim is:

Check all that apply.

\$ 50,140.22☐ Contingent☐ Unliquidated☐ Disputed☐ Liquidated and neither contingent nor disputedBasis for the claim: Insurance Finance Company

Date or dates debt was incurred

5/16/2016 - 6/29/2016

Is the claim subject to offset?

☒ No☐ Yes

Last 4 digits of account number

3.38 Nonpriority creditor's name and mailing addressJason AllenPO Box 186Alvord, TX 76225

As of the petition filing date, the claim is:

Check all that apply.

\$ 53,818.39☐ Contingent☐ Unliquidated☒ DisputedBasis for the claim: Holdback payable at TXN, diputed as not all liabilities were disclosed.

Date or dates debt was incurred

2/13/2013

Is the claim subject to offset?

☒ No☐ Yes

Last 4 digits of account number

3.39 Nonpriority creditor's name and mailing addressJesse P. Taylor Oil Co.PO Box 471254Ft. Worth, TX 76147

As of the petition filing date, the claim is:

Check all that apply.

\$ 7,933.49☐ Contingent☐ Unliquidated☐ DisputedBasis for the claim: Vendor

Date or dates debt was incurred

5/12/2015 - 6/1/2015

Is the claim subject to offset?

☒ No☐ Yes

Last 4 digits of account number

3.40 Nonpriority creditor's name and mailing addressJML Management Inc.748 State Highway 7WCenter, TX 75935

As of the petition filing date, the claim is:

Check all that apply.

\$ 14,500.00☐ Contingent☐ Unliquidated☐ DisputedBasis for the claim: Vendor

Date or dates debt was incurred

11/24/2014 - 12/4/2014

Is the claim subject to offset?

☒ No☐ Yes

Last 4 digits of account number

3.41 Nonpriority creditor's name and mailing addressJohn Deere FinancialPO Box 650215Dallas, TX 75265-0215

As of the petition filing date, the claim is:

Check all that apply.

\$ 150,334.32☐ Contingent☐ Unliquidated☐ DisputedBasis for the claim: Equipment Leases

Date or dates debt was incurred

10/29/2015 - 5/31/2016

Is the claim subject to offset?

☒ No☐ Yes

Last 4 digits of account number

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Amount of claim

3.42	Nonpriority creditor's name and mailing address Joe McElreath Company Inc. PO Box 1094 Gainesville, TX 76241-1094	As of the petition filing date, the claim is: Check all that apply. <input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input checked="" type="checkbox"/> Disputed <input type="checkbox"/> Liquidated and neither contingent nor disputed	\$ 149,373.29
	Date or dates debt was incurred 4/10/2014 - 12/31/2015 Last 4 digits of account number	Basis for the claim: Vendor, turned in invoices over a year after work was done, job closed. Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes	
3.43	Nonpriority creditor's name and mailing address Link Field Services, Inc. PO Box 516 Olney, TX 76374	As of the petition filing date, the claim is: Check all that apply. <input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed	\$ 5,375.50
	Date or dates debt was incurred 12/10/2015 - 2/19/2016 Last 4 digits of account number	Basis for the claim: Vendor Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes	
3.44	Nonpriority creditor's name and mailing address Mack Financial Services PO Box 7247-0236 Philadelphia, PA 19170-0236	As of the petition filing date, the claim is: Check all that apply. <input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed	\$ 18,654.71
	Date or dates debt was incurred 2/3/2016 - 4/17/2016 Last 4 digits of account number	Basis for the claim: Equipment Leases Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes	
3.45	Nonpriority creditor's name and mailing address Martin Marietta Materials, Inc. PO Box 677061 Dallas, TX 75267-7061	As of the petition filing date, the claim is: Check all that apply. <input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed	\$ 1,748.24
	Date or dates debt was incurred 3/21/2016 - 3/31/2016 Last 4 digits of account number	Basis for the claim: Vendor Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes	
3.46	Nonpriority creditor's name and mailing address Megapath PO Box 120324 Dallas, TX 75312-0324	As of the petition filing date, the claim is: Check all that apply. <input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed	\$ 1,588.19
	Date or dates debt was incurred 5/18/2016 Last 4 digits of account number	Basis for the claim: Vendor Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes	

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Amount of claim

3.47	Nonpriority creditor's name and mailing address Modular Space Corporation 12603 Collections Center Drive Chicago, IL 60693-0126	As of the petition filing date, the claim is: <i>Check all that apply.</i> <input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed <input type="checkbox"/> Liquidated and neither contingent nor disputed	\$ 9,265.08
	Date or dates debt was incurred 11/4/2015 - 6/4/2016 Last 4 digits of account number	Basis for the claim: Vendor Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes	
3.48	Nonpriority creditor's name and mailing address Montgomery Coscia Greulich, LLP 2500 Dallas Parkway, Ste. 300 Plano, TX 75093	As of the petition filing date, the claim is: <i>Check all that apply.</i> <input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed	\$ 6,677.64
	Date or dates debt was incurred 9/22/2015 - 5/5/2016 Last 4 digits of account number	Basis for the claim: Taxes Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes	
3.49	Nonpriority creditor's name and mailing address MRC Global PO Box 204392 Dallas, TX 75320-4392	As of the petition filing date, the claim is: <i>Check all that apply.</i> <input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed	\$ 1,637.64
	Date or dates debt was incurred 9/30/2015 - 12/8/2015 Last 4 digits of account number	Basis for the claim: Vendor Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes	
3.50	Nonpriority creditor's name and mailing address MWH Group PO Box 97000 Dallas, TX 76307-7000	As of the petition filing date, the claim is: <i>Check all that apply.</i> <input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed	\$ 421.36
	Date or dates debt was incurred 9/30/2015 - 12/8/2015 Last 4 digits of account number	Basis for the claim: Taxes Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes	
3.51	Nonpriority creditor's name and mailing address North Texas Tollway Authority PO Box 660244 Dallas, TX 75266-0244	As of the petition filing date, the claim is: <i>Check all that apply.</i> <input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed	\$ 14.55
	Date or dates debt was incurred 5/24/2016 - 5/27/2016 Last 4 digits of account number	Basis for the claim: Tolls Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes	

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Amount of claim

3.52	Nonpriority creditor's name and mailing address Pettit Machinery, Inc. 3610 North 1st Street Durant, OK 74701	As of the petition filing date, the claim is: <i>Check all that apply.</i> <input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed <input type="checkbox"/> Liquidated and neither contingent nor disputed	\$ 39.23
	Date or dates debt was incurred 2/16/16 Last 4 digits of account number	Basis for the claim: Vendor Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes	
3.53	Nonpriority creditor's name and mailing address Praxair PO Box 120889 Dallas, TX 75312-0889	As of the petition filing date, the claim is: <i>Check all that apply.</i> <input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed	\$ 274.83
	Date or dates debt was incurred 1/25/2016 - 5/31/2016 Last 4 digits of account number	Basis for the claim: Vendor Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes	
3.54	Nonpriority creditor's name and mailing address QP Energy Services 125 Keller Rd. Ste. C5 Smithville, TX 78957	As of the petition filing date, the claim is: <i>Check all that apply.</i> <input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed	\$ 1,455.30
	Date or dates debt was incurred 4/9/2016 Last 4 digits of account number	Basis for the claim: Vendor Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes	
3.55	Nonpriority creditor's name and mailing address Ram Products, LTD. PO Box 821159 Ft. Worth, TX 76182-1159	As of the petition filing date, the claim is: <i>Check all that apply.</i> <input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed	\$ 37.42
	Date or dates debt was incurred 6/14/2016 Last 4 digits of account number	Basis for the claim: Vendor Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes	
3.56	Nonpriority creditor's name and mailing address RDO Equipment PO Box 7160 Fargo, ND 58106-7160	As of the petition filing date, the claim is: <i>Check all that apply.</i> <input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed	\$ 6,856.71
	Date or dates debt was incurred 10/29/2015 - 6/30/2016 Last 4 digits of account number	Basis for the claim: Vendor Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes	

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Amount of claim

3.57	Nonpriority creditor's name and mailing address Reliant Energy PO Box 650475 Dallas, TX 75265-0475 Date or dates debt was incurred 6/10/2016 Last 4 digits of account number _____	As of the petition filing date, the claim is: Check all that apply. <input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed <input type="checkbox"/> Liquidated and neither contingent nor disputed Basis for the claim: Vendor Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes	\$ 159.89
3.58	Nonpriority creditor's name and mailing address Safety-Kleen Systems PO Box 650509 Dallas, TX 75265-0509 Date or dates debt was incurred 3/23/2016 - 3/25/2016 Last 4 digits of account number _____	As of the petition filing date, the claim is: Check all that apply. <input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed Basis for the claim: Vendor Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes	\$ 545.00
3.59	Nonpriority creditor's name and mailing address Sniper Elite Oilfield Services, LLC PO Box 417 Montague, TX 76251 Date or dates debt was incurred 12/31/2015 Last 4 digits of account number _____	As of the petition filing date, the claim is: Check all that apply. <input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed Basis for the claim: Vendor Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes	\$ 1,482.00
3.60	Nonpriority creditor's name and mailing address Southland Safety PO Box 1435 Henderson, TX 75653 Date or dates debt was incurred 5/25/2015 Last 4 digits of account number _____	As of the petition filing date, the claim is: Check all that apply. <input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed Basis for the claim: Vendor Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes	\$ 2,000.00
3.61	Nonpriority creditor's name and mailing address Superior Vision Services, Inc. PO Box 201839 Dallas, TX 75320-1839 Date or dates debt was incurred 5/16/2016 - 5/20/2016 Last 4 digits of account number _____	As of the petition filing date, the claim is: Check all that apply. <input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed Basis for the claim: Vendor Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes	\$ 1,157.70

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Amount of claim

3.62	Nonpriority creditor's name and mailing address <u>Utility Training Academy Inc.</u> <u>PO Box 1524</u> <u>Cushing, OK 74023</u>	As of the petition filing date, the claim is: <i>Check all that apply.</i> <input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed <input type="checkbox"/> Liquidated and neither contingent nor disputed	\$ <u>2,244.60</u>
	Date or dates debt was incurred <u>8/17/2015</u> Last 4 digits of account number <u> </u>	Basis for the claim: <u>Vendor</u> Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes	
3.63	Nonpriority creditor's name and mailing address <u>United Fire Group</u> <u>PO Box 3244</u> <u>Cedar Rapids, IA 52406-3244</u>	As of the petition filing date, the claim is: <i>Check all that apply.</i> <input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed	\$ <u>20.00</u>
	Date or dates debt was incurred <u>4/18/2015</u> Last 4 digits of account number <u> </u>	Basis for the claim: <u>Vendor</u> Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes	
3.64	Nonpriority creditor's name and mailing address <u>Wells Fargo Vendor Finance Service</u> <u>PO Box 105710</u> <u>Atlanta, GA 30348-5710</u>	As of the petition filing date, the claim is: <i>Check all that apply.</i> <input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed	\$ <u>231.71</u>
	Date or dates debt was incurred <u>6/1/2016</u> Last 4 digits of account number <u> </u>	Basis for the claim: <u>Vendor</u> Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes	
3.65	Nonpriority creditor's name and mailing address <u>West Texas Boring, LLC</u> <u>1201 O.I.D.C. Drive</u> <u>Odessa, TX 79766</u>	As of the petition filing date, the claim is: <i>Check all that apply.</i> <input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed	\$ <u>710,182.00</u>
	Date or dates debt was incurred <u>3/9/2015 - 5/27/2015</u> Last 4 digits of account number <u> </u>	Basis for the claim: <u>Vendor</u> Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes	
3.66	Nonpriority creditor's name and mailing address <u>Western Supplies, Inc.</u> <u>PO Box 551</u> <u>Wichita Falls, TX 76307</u>	As of the petition filing date, the claim is: <i>Check all that apply.</i> <input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed	\$ <u>10,165.52</u>
	Date or dates debt was incurred <u>10/31/2015 - 6/10/2016</u> Last 4 digits of account number <u> </u>	Basis for the claim: <u>Vendor</u> Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes	

Name

16-70245-7

Amount of claim

Debtor

Total Operating, LLC
Name

Case number (if known) 16-70245-7

Part 3:**List Others to Be Notified About Unsecured Claims**

4. List in alphabetical order any others who must be notified for claims listed in Parts 1 and 2. Examples of entities that may be listed are collection agencies, assignees of claims listed above, and attorneys for unsecured creditors.

If no others need to be notified for the debts listed in Parts 1 and 2, do not fill out or submit this page. If additional pages are needed, copy the next page.

Name and mailing address	On which line in Part 1 or Part 2 is the related creditor (if any) listed?	Last 4 digits of account number, if any
4.1. Matthew Snow 107 Hillside Dr. Ste. 202 Lewisville, TX 75057	Line <u>3, 27</u> <input type="checkbox"/> Not listed. Explain _____	____
4.2. _____ _____ _____	Line _____ <input type="checkbox"/> Not listed. Explain _____	____
4.3. _____ _____ _____	Line _____ <input type="checkbox"/> Not listed. Explain _____	____
4.4. _____ _____ _____	Line _____ <input type="checkbox"/> Not listed. Explain _____	____
4.5. _____ _____ _____	Line _____ <input type="checkbox"/> Not listed. Explain _____	____
4.6. _____ _____ _____	Line _____ <input type="checkbox"/> Not listed. Explain _____	____
4.7. _____ _____ _____	Line _____ <input type="checkbox"/> Not listed. Explain _____	____
4.8. _____ _____ _____	Line _____ <input type="checkbox"/> Not listed. Explain _____	____
4.9. _____ _____ _____	Line _____ <input type="checkbox"/> Not listed. Explain _____	____
4.10. _____ _____ _____	Line _____ <input type="checkbox"/> Not listed. Explain _____	____
4.11. _____ _____ _____	Line _____ <input type="checkbox"/> Not listed. Explain _____	____

Debtor

Total Operating, LLC
Name

Case number (if known) 16-70245-7

Part 4: Total Amounts of the Priority and Nonpriority Unsecured Claims**5. Add the amounts of priority and nonpriority unsecured claims.****Total of claim amounts**

5a. Total claims from Part 1

5a. \$ 71,732.06

5b. Total claims from Part 2

5b. + \$ 3,112,033.81

5c. Total of Parts 1 and 2

5c. \$ 3,183,765.87

Lines 5a + 5b = 5c.

Fill in this information to identify the case:

Debtor name Total Operating, LLC

United States Bankruptcy Court for the: Northern District of TX
(State)

Case number (if known): 16-70245-7 Chapter

☐ Check if this is an amended filing

Official Form 206G

Schedule G: Executory Contracts and Unexpired Leases

12/15

Be as complete and accurate as possible. If more space is needed, copy and attach the additional page, numbering the entries consecutively.

1. Does the debtor have any executory contracts or unexpired leases?

- ☐ No. Check this box and file this form with the court with the debtor's other schedules. There is nothing else to report on this form.
- ☒ Yes. Fill in all of the information below even if the contracts or leases are listed on *Schedule A/B: Assets - Real and Personal Property* (Official Form 206A/B).

2. List all contracts and unexpired leases

State the name and mailing address for all other parties with whom the debtor has an executory contract or unexpired lease

2.1	State what the contract or lease is for and the nature of the debtor's interest	Lease - Case 580SN JJGN58SNCEC705057	CNH Industrial Capital America Lockbox 330 PO Box 7247 Philadelphia, PA 19170-0330
	State the term remaining	Ends 7/3/2017	
	List the contract number of any government contract		
2.2	State what the contract or lease is for and the nature of the debtor's interest	Lease - Case 865B HBZN0865LCAF01644	CNH Industrial Capital America Lockbox 330 PO Box 7247 Philadelphia, PA 19170-0330
	State the term remaining	Ends 9/8/2017	
	List the contract number of any government contract		
2.3	State what the contract or lease is for and the nature of the debtor's interest	Lease - Case 621F NEF221576	CHN Industrial Capital America Lockbox 330 PO Box 7247 Philadelphia, PA 19170-0330
	State the term remaining	Ends 6/27/2017	
	List the contract number of any government contract		
2.4	State what the contract or lease is for and the nature of the debtor's interest	Lease - Case TV380 CTL JAFTV380VCM450901	CHN Industrial Capital America Lockbox 330 PO Box 7247 Philadelphia, PA 19170-0330
	State the term remaining	6/27/2017	
	List the contract number of any government contract		
2.5	State what the contract or lease is for and the nature of the debtor's interest	Lease - Case CX210C DAC210K8NDS6H1423	CHN Industrial Capital America Lockbox 330 PO Box 7247 Philadelphia, PA 19170-0330
	State the term remaining	Ends 8/22/2017	
	List the contract number of any government contract		

Debtor

Total Operating, LLC
Name

Case number (if known) 16-70245-7

Additional Page if Debtor Has More Executory Contracts or Unexpired Leases

Copy this page only if more space is needed. Continue numbering the lines sequentially from the previous page.

List all contracts and unexpired leases

State the name and mailing address for all other parties with whom the debtor has an executory contract or unexpired lease

2.6	State what the contract or lease is for and the nature of the debtor's interest	Lease - Case CX210C DAC210K6NES6H1505	CNH Industrial Capital America Lockbox 330 PO Box 7247 Philadelphia, PA 19170-0330
	State the term remaining	Ends 9/24/2017	
	List the contract number of any government contract		
2.7	State what the contract or lease is for and the nature of the debtor's interest	Lease - Case 850M NDDC83066	CNH Industrial Capital America Lockbox 330 PO Box 7247 Philadelphia, PA 19170-0330
	State the term remaining	Ends 6/20/2017	
	List the contract number of any government contract		
2.8	State what the contract or lease is for and the nature of the debtor's interest	Lease - Case CX160C DAC160K6NCSAF1161	CNH Industrial Capital America Lockbox 330 PO Box 7247 Philadelphia, PA 19170-0330
	State the term remaining	Ends 10/24/2016	
	List the contract number of any government contract		
2.9	State what the contract or lease is for and the nature of the debtor's interest	Lease - Case CX210C DAC210K6NDS6H1404	CNH Industrial Capital America Lockbox 330 PO Box 7247 Philadelphia, PA 19170-0330
	State the term remaining	Ends 6/13/2017	
	List the contract number of any government contract		
2.10	State what the contract or lease is for and the nature of the debtor's interest	Lease - Caterpillar D6K2 CAT00D6KCVMR00689	CAT Financial Commercial Account PO Box 978595 Dallas, TX 75397-8595
	State the term remaining	Ends 11/26/2017	
	List the contract number of any government contract		
2.11	State what the contract or lease is for and the nature of the debtor's interest	Lease - Caterpillar 320EL CAT0320ETWBK03754	CAT Financial Commercial Account PO Box 978595 Dallas, TX 75397-8595
	State the term remaining	Ends 1/6/2019	
	List the contract number of any government contract		
2.12	State what the contract or lease is for and the nature of the debtor's interest	Lease - Caterpillar TL1055C KDE01581	CAT Financial Commercial Account PO Box 978595 Dallas, TX 75397-8595
	State the term remaining	Ends 2/6/2019	
	List the contract number of any government contract		

Fill in this information to identify the case:

Debtor name _____

United States Bankruptcy Court for the: _____ District of _____
(State)

Case number (if known): _____

☐ Check if this is an amended filing

Official Form 206H

Schedule H: Codebtors

12/15

Be as complete and accurate as possible. If more space is needed, copy the Additional Page, numbering the entries consecutively. Attach the Additional Page to this page.**1. Does the debtor have any codebtors?**☐ No. Check this box and submit this form to the court with the debtor's other schedules. Nothing else needs to be reported on this form.☒ Yes**2. In Column 1, list as codebtors all of the people or entities who are also liable for any debts listed by the debtor in the schedules of creditors, Schedules D-G. Include all guarantors and co-obligors. In Column 2, identify the creditor to whom the debt is owed and each schedule on which the creditor is listed. If the codebtor is liable on a debt to more than one creditor, list each creditor separately in Column 2.****Column 1: Codebtor****Column 2: Creditor****Name****Mailing address****Name***Check all schedules that apply:*

2.1	Harold Allen	PO Box 186 Street Alvord TX 76225 City State ZIP Code	Mack Financial Services	<input type="checkbox"/> D <input type="checkbox"/> E/F <input checked="" type="checkbox"/> G
2.2	Harold Allen	PO Box 186 Street Alvord TX 76225 City State ZIP Code	CNH Industrial Capital America, LLC	<input type="checkbox"/> D <input type="checkbox"/> E/F <input checked="" type="checkbox"/> G
2.3	Harold Allen	PO Box 186 Street Alvord TX 76225 City State ZIP Code	CAT Financial Commercial Account	<input type="checkbox"/> D <input type="checkbox"/> E/F <input checked="" type="checkbox"/> G
2.4	Jason Allen	PO Box 186 Street Alvord TX 76225 City State ZIP Code	CAT Financial Commercial Account	<input type="checkbox"/> D <input type="checkbox"/> E/F <input checked="" type="checkbox"/> G
2.5		Street City State ZIP Code		<input type="checkbox"/> D <input type="checkbox"/> E/F <input type="checkbox"/> G
2.6		Street City State ZIP Code		<input type="checkbox"/> D <input type="checkbox"/> E/F <input type="checkbox"/> G

Fill in this information to identify the case and this filing:

Debtor Name _____
 United States Bankruptcy Court for the: _____ District of _____
 (State)
 Case number (if known): _____

Official Form 202

Declaration Under Penalty of Perjury for Non-Individual Debtors

12/15

An individual who is authorized to act on behalf of a non-individual debtor, such as a corporation or partnership, must sign and submit this form for the schedules of assets and liabilities, any other document that requires a declaration that is not included in the document, and any amendments of those documents. This form must state the individual's position or relationship to the debtor, the identity of the document, and the date. Bankruptcy Rules 1008 and 9011.

WARNING -- Bankruptcy fraud is a serious crime. Making a false statement, concealing property, or obtaining money or property by fraud in connection with a bankruptcy case can result in fines up to \$500,000 or imprisonment for up to 20 years, or both. 18 U.S.C. §§ 152, 1341, 1519, and 3571.

Declaration and signature

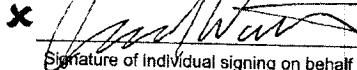
I am the president, another officer, or an authorized agent of the corporation; a member or an authorized agent of the partnership; or another individual serving as a representative of the debtor in this case.

I have examined the information in the documents checked below and I have a reasonable belief that the information is true and correct:

- ☒ Schedule A/B: Assets—Real and Personal Property (Official Form 206A/B)
- ☒ Schedule D: Creditors Who Have Claims Secured by Property (Official Form 206D)
- ☒ Schedule E/F: Creditors Who Have Unsecured Claims (Official Form 206E/F)
- ☒ Schedule G: Executory Contracts and Unexpired Leases (Official Form 206G)
- ☒ Schedule H: Codebtors (Official Form 206H)
- ☒ Summary of Assets and Liabilities for Non-Individuals (Official Form 206Sum)
- ☐ Amended Schedule _____
- ☐ Chapter 11 or Chapter 9 Cases: List of Creditors Who Have the 20 Largest Unsecured Claims and Are Not Insiders (Official Form 204)
- ☐ Other document that requires a declaration _____

I declare under penalty of perjury that the foregoing is true and correct.

Executed on 8/25/2016
 MM / DD / YYYY


 Signature of individual signing on behalf of debtor

Jacob Watts
 Printed name

Manager
 Position or relationship to debtor